

GENERAL SIGNAL

EDWARD C. PRELLWITZ
VICE PRESIDENT - FINANCE

July 6, 1982

RECEIVED
JUL 29 1982
EPA, REGION III
OFFICE OF REGIONAL ADMINISTRATOR

Regional Administrator
U.S. EPA Region III
6th and Walnut Street
Philadelphia, PA 19106

Dear Regional Administrator:

I am the chief financial officer of General Signal Corporation, High Ridge Park, Stamford, Connecticut 06904. This letter is in support of this firm's use of the financial test to demonstrate financial assurance, as specified in Subpart H of 40 CFR Parts 264 and 265.

1. This firm is the owner or operator of the following facilities for which financial assurance for closure or post-closure care is demonstrated through the financial test specified in Subpart H of 40 CFR Parts 264 and 265. The current closure and/or post-closure cost estimates covered by the test are shown for each facility:

<u>EPA I.D. No.</u>	<u>Name</u>	<u>Address</u>	<u>Closure</u>	<u>Post-Closure</u>
NYD 002235216	New York Air Brake	Watertown, NY	\$552,000	\$390,000

2. This firm guarantees, through the corporate guarantee specified in Subpart H of 40 CFR Parts 264 and 265, the closure or post-closure care of the following facilities owned or operated by subsidiaries of this firm. The current cost estimates for the closure or post-closure care so guaranteed are shown for each facility:

<u>EPA I.D. No.</u>	<u>Name</u>	<u>Address</u>	<u>Closure</u>
NHD 001080480	Anchor Electric	Manchester, NH	\$ 10,000
RID 041281213	BIF	West Warwick, RI	6,500
MED 001106293	Edwards	Pittsfield, ME	8,125
NYD 057939506	General Railway Signal	Rochester, NY	75,000
PAD 04380095	G.S. Electric	Carlisle, PA	300
LAD 0007D9352	Henschel	Homer, LA	7,500
PAD 002277952	Leeds & Northrup	North Wales, PA	5,750
PAD 054717475	Lectro-Print	Levittown, PA	4,400
OHD 059940346	Metal Forge	Columbus, OH	10,000
OHD 058722364	Metal Forge	Deshler, OH	2,000
OHD 058722422	Metal Forge	Stryker, OH	2,500
NYD 059647412	Mixing Equipment Company, Inc.	Rochester, NY	1,500
VAT 530010354	Mixing Equipment Company, Inc.	Wytheville, VA	400
NYT 370010993	Mixing Equipment Company, Inc.	Avon, NY	100
NYD 066086547	O-Z/Gedney	Brooklyn, NY	10,000
CTD 0D1145465	O-Z/Gedney	Terryville, CT	100,000
PAD 067094581	O-Z/Gedney	Shoemakersville, PA	2,000
ILD 092430719	Sola Electric	Elk Grove, IL	5,000
NJD 052451093	Warren/Dielectric	Livingston, NJ	500

3. In States where EPA is not administering the financial requirements of Subparts H of 40 CFR Parts 264 or 265, this firm, as owner or operator or guarantor, is demonstrating financial assurance for the closure or post-closure care of the following facilities through the use of a test equivalent or substantially equivalent to the financial test specified in Subpart H of 40 CFR Parts 264 and 265. The current closure and/or post-closure cost estimates covered by such a test are shown for each facility: None.
4. This firm is the owner or operator of the following hazardous waste management facilities for which financial assurance for closure or, if a disposal facility, post-closure care, is not demonstrated either to EPA or a State through the financial test or any other financial assurance mechanism specified in Subpart H of 40 CFR Parts 264 and 265 or equivalent or substantially equivalent State mechanisms. The current closure and/or post-closure cost estimates not covered by such financial assurance are shown for each facility: None.

This firm is required to file a Form 10-K with the Securities and Exchange Commission (SEC) for the latest fiscal year.

The fiscal year of this firm ends on December 31. The figures for the following items marked with an asterisk are derived from this firm's independently audited, year-end financial statements for the latest completed fiscal year, ended December 31, 1981.

1.	Sum of current closure and post-closure cost estimates (total of all cost estimates shown in the four paragraphs above)	\$ 1,199,575
2.*	Total liabilities	469,688,000
3.*	Tangible net worth	666,214,000
4.*	Net Worth	753,152,000
5.*	Current assets	835,173,000
6.*	Current liabilities	345,792,000
7.	Net working capital (line 5 minus line 6)	489,381,000
8.*	The sum of net income plus depreciation, depletion, and amortization	151,770,000
9.*	Total assets in U.S. (required only if less than 90% of firm's assets are located in the U.S.)	1,035,820,000

	<u>Yes</u>	<u>No</u>
10. Is line 3 at least \$10 million?	X	
11. Is line 3 at least 6 times line 1?	X	
12. Is line 7 at least 6 times line 1?	X	
13.* Are at least 90% of firm's assets located in the U.S.? If not, complete line 14.		X
14. Is line 9 at least 6 times line 1?	X	
15. Is line 2 divided by line 4 less than 2.0?	X	
16. Is line 8 divided by line 2 greater than 0.1?	X	
17. Is line 5 divided by line 6 greater than 1.5?	X	

I hereby certify that the wording of this letter is identical to the wording specified in 40 CFR 264.151(f) as such regulations were constituted on the date shown immediately below.

Dated: July 6, 1982

Edward C. Prellwitz
Edward C. Prellwitz
Vice President - Finance

ECP:nf



Peat, Marwick, Mitchell & Co.

Certified Public Accountants

345 Park Avenue
New York, New York 10154

General Signal Corporation
One High Ridge Park
Stamford, CT 06904

Gentlemen:

As independent certified public accountants, we have examined the consolidated financial statements of General Signal Corporation and consolidated subsidiaries as of December 31, 1981, and for the year then ended and have issued our report thereon dated February 8, 1982. Our examination was made in accordance with generally accepted auditing standards, and accordingly included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances.

We have read the attached letter dated as of July 6, 1982 from Mr. Edward C. Prellwitz, Vice President of Finance and Principal Financial Officer of General Signal Corporation to the Regional Administrator of the Environmental Protection Agency Region III and have compared the data which the letter specified as having been derived from the financial statements referred to above with the amounts in such financial statements.

In connection with the above procedure, no matters came to our attention that caused us to believe that the specified data should be adjusted.

Peat, Marwick, Mitchell & Co.

New York, New York
July 6, 1982

GENERAL SIGNAL CORPORATION GUARANTEE FOR
CLOSURE OR POST-CLOSURE CARE

Guarantee made this July 6, 1982 by General Signal Corporation, a business corporation organized under the laws of the State of New York, herein referred to as guarantor, to the United States Environmental Protection Agency (EPA), obligee, on behalf of our subsidiaries:

<u>Owner or Operator</u>	<u>of</u>	<u>Business Address</u>
Anchor Electric		P.O. Box 959 Manchester, NH 03101
BIF		1600 Division Road West Warwick, RI 02893
Edwards Company, Inc.		Main Street Pittsfield, ME 04967
General Railway Signal Company		P.O. Box 600 Rochester, NY 14602
G.S. Electric		P.O. Box 400 Carlisle, PA 17013
Henschel Corporation		P.O. Box 186 North Industrial Park Homer, LA 71040
Leeds & Northrup		Sumneytown Pike North Wales, PA 19454
Lectro-Print Corp.		1615 Manning Blvd. Levittown, PA 19057
Metal Forge Company		291 Marconi Blvd. Columbus, OH 43216
Metal Forge Company		320 South Vine Street Deshler, OH 43516
Metal Forge Company		601 W. Lynn Street Stryker, OH 43557
Mixing Equipment Company, Inc.		P.O. Box 1370 Rochester, NY 14603
Mixing Equipment Company, Inc.		Route 1 - Fairview Road Wytheville, VA 24382
Mixing Equipment Company, Inc.		221 Rochester Street Avon, NY 14414

<u>Owner or Operator</u>	of	<u>Business Address</u>
O-Z/Gedney Company		262 Bond Street Brooklyn, NY 11217
O-Z/Gedney Company		Main Street Terryville, CT 06786
O-Z/Gedney Company		150 Birch Hill Road Shoemakersville, PA 19555
Sola Electric		1717 Busse Road Elk Grove, IL 60007
Warren/Dielectric		101 Okner Parkway Livingston, NJ 07039

Recitals

1. Guarantor meets or exceeds the financial test criteria and agrees to comply with the reporting requirements for guarantors as specified in 40 CFR 264.143(f), 264.145(f), 265.143(e), and 265.145(e).
2. The owners or operators identified in the opening paragraph of this guarantee own or operate the following hazardous waste management facilities covered by this guarantee:

<u>EPA LD. No.</u>	<u>Name</u>	<u>Address</u>	<u>Closure, Post-closure or both</u>
NHD 001080480	Anchor Electric	Manchester, NH	Closure
RID 041281213	BIF	West Warwick, RI	Closure
MED 001106293	Edwards	Pittsfield, ME	Closure
NYD 057939506	GRS	Rochester, NY	Closure
PAD 04380095	G.S. Electric	Carlisle, PA	Closure
LAD 0007D9352	Henschel	Homer, LA	Closure
PAD 002277952	Leeds & Northrup	North Wales, PA	Closure
PAD 054717475	Lectro-Print	Levittown, PA	Closure
OHD 059940346	Metal Forge	Columbus, OH	Closure
OHD 058722364	Metal Forge	Deshler, OH	Closure
OHD 058722422	Metal Forge	Stryker, OH	Closure

<u>EPA L.D. No.</u>	<u>Name</u>	<u>Address</u>	<u>Closure, Post-closure or both</u>
NYD 059647412	Mixing Equipment Company, Inc.	Rochester, NY	Closure
VAT 530010354	Mixing Equipment Company, Inc.	Wytheville, VA	Closure
NYT 370010993	Mixing Equipment Company, Inc.	Avon, NY	Closure
NYD 066086547	O-Z/Gedney	Brooklyn, NY	Closure
CTD 0D1145465	O-Z/Gedney	Terryville, CT	Closure
PAD 067094581	O-Z/Gedney	Shoemakersville, PA	Closure
ILD 092430719	Sola Electric	Elk Grove, IL	Closure
NJD 052451093	Warren/Dielectric	Livingston, NJ	Closure

3. "Closure plans" and "post-closure plans" as used below refer to the plans maintained as required by Subpart G of 40 CFR Parts 264 and 265 for the closure and post-closure care of facilities as identified above.
4. For value received from each owner or operated identified in paragraph 2 above ("owner or operator") guarantor guarantees to EPA that in the event that any or all owners or operators fail to perform closure, post-closure care or closure and post-closure care as identified for the respective owner or operator of the above facilities in accordance with the closure or post-closure plans and other permit or interim status requirements whenever required to do so, the guarantor shall do so or establish a trust fund as specified in Subpart H of 40 CFR Parts 264 or 265, as applicable, in the name of the owner or operator in the amount of the current closure or post-closure cost estimates as specified in Subpart H of 40 CFR Parts 264 and 265.
5. Guarantor agrees that if, at the end of any fiscal year before termination of this guarantee, the guarantor fails to meet the financial test criteria, guarantor shall send within 90 days, by certified mail, notice to the EPA Regional Administration(s) for the Region(s) in which the facilities are located and to owner or operator that he intends to provide alternate financial assurance as specified in Subpart H of 40 CFR Parts 264 or 265, as applicable, in the name of owner or operator. Within 120 days after the end of such fiscal year, the guarantor shall establish such financial assurance unless owner or operator has done so.
6. The guarantor agrees to notify the EPA Regional Administrator by certified mail, of a voluntary or involuntary proceeding under Title 11 (Bankruptcy), U.S. Code, naming guarantor as debtor, within 10 days after commencement of the proceeding.

7. Guarantor agrees that within 30 days after being notified by an EPA Regional Administrator of a determination that guarantor no longer meets the financial test criteria or that he is disallowed from continuing as a guarantor of closure or post-closure care, he shall establish alternate financial assurance as specified in Subpart H of 40 CFR Parts 264 or 265, as applicable, in the name of owner or operator unless owner or operator has done so.
8. Guarantor agrees to remain bound under this guarantee notwithstanding any or all of the following: amendment or modification of the closure or post-closure plan, amendment or modification of the permit, the extension or reduction of the time of performance of closure or post-closure, or any other modification or alteration of an obligation of the owner or operator pursuant to 40 CFR Parts 264 or 265.
9. Guarantor agrees to remain bound under this guarantee for so long as owner or operator must comply with the applicable financial assurance requirements of Subpart H of 40 CFR Parts 264 and 265 for the above-listed facilities, except that guarantor may cancel this guarantee by sending notice by certified mail to the EPA Regional Administrator(s) for the Region(s) in which the facilities are located and to owner or operator, such cancellation to become effective no earlier than 120 days after receipt of such notice by both EPA and owner or operator, as evidenced by the return receipts.
10. Guarantor agrees that if owner or operator fails to provide alternate financial assurance as specified in Subpart H of 40 CFR Parts 264 or 265, as applicable, and obtain written approval of such assurance from the EPA Regional Administrators within 90 days after a notice of cancellation by the guarantor is received by an EPA Regional Administrator from guarantor, guarantor shall provide such alternate financial assurance in the name of owner or operator.
11. Guarantor expressly waives notice of acceptance of this guarantee by the EPA or by owner or operator. Guarantor also expressly waives notice of amendments or modifications of the closure and/or post-closure plan and of amendments or modifications of the facility permits.

I hereby certify that the wording of this guarantee is identical to the wording specified in 40 CFR 264.151(h) as such regulations were constituted on the date first above written.

Effective date: July 6, 1982

GENERAL SIGNAL CORPORATION

Witness or notary:

Edgar P. DeVylde

BY:

Edward C. Prellwitz
Edward C. Prellwitz
Vice President - Finance